

100000083130

TRANSMITTAL LETTER

FILED

VIA FEDERAL EXPRESS
AIRBILL NUMBER 8219 5325 2777

00 AUG 30 PH 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FROM: Anastasios Tom Spyredes, Esq.
SIMON, SIGALOS & SPYREDES, P.A.
The Sanctuary Centre
4800 North Federal Highway
Suite 100-D
Boca Raton, Florida 33431

500003378115--9
-08/30/00--01079--001
*****70.00 *****70.00

RE: Articles of Incorporation -DONUT 1 USA, INC.

DATE: August 29, 2000

Enclosed is an original and one (1) copy of the Article of Incorporation and Designation of Registered Agent for the above referenced corporation. Also included is a check for:

 x \$70.00
(Filing Fee)

or

 \$78.75
(Filing Fee & Certification)

Please provide the original and one conformed copy of the Articles of Incorporation and Designation of Registered agent to the address set forth above.

Thank you for your assistance.

74
9/1/00✓

ARTICLES OF INCORPORATION
OF
DONUT 1 USA, INC.

FILED
00 AUG 30 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DONUT 1 USA, INC.

The address of the principal office of this corporation shall be 3030 NE 9th Avenue, Pompano Beach, Florida 33064 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business consistent with the nature of a retail food and service business and all other business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT/ADDRESS

The street address of the initial registered office of the corporation shall be 3030 NE 9th Avenue, Pompano Beach, Florida 33064 and the name of the initial registered agent and address of the registered agent shall be Peter Spyredes, 3030 NE 9th Avenue, Pompano Beach, Florida 33064.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one or more Directors. The names and street addresses of the initial members of the Board of Directors is:

Peter Spyredes
3030 NE 9th Avenue
Pompano Beach, Florida 33064

ARTICLE VII. OFFICERS

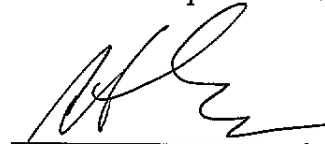
The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Vice President/Treasurer/Secretary Peter Spyredes

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Peter Spyredes, 3030 NE 9th Avenue, Pompano Beach, Florida 33064.

The undersigned has executed these Articles of Incorporation this 28 day of August, 2000.

A handwritten signature in black ink, appearing to read 'Peter Spyredes', is written over a horizontal line.

Peter Spyredes

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

FILED

00 AUG 30 PM 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

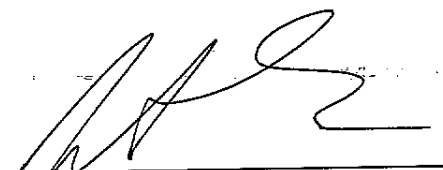
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation,
organized under the laws of the State of Florida, submits the following statement in designating the
registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **DONUT 1 USA, INC.**
2. The name and address of the registered agent and office is:

Peter Spyredes
3030 NE 9th Avenue
Pompano Beach, Florida 33064

August 28, 2000.

BY:


Peter Spyredes

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT
AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

August 28, 2000.

BY:


Peter Spyredes

\\\\Ntserver\\public\\Clients\\Spyredes, Peter\\Corp Documents\\ARTICLES OF INCORPORATION.08.25.00.doc